

09-17-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Food Services of America, Inc.

9-15-03

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: 09/09/2003

2. Name and address of receiving party(ies)

Name: Amerifresh, Inc.

Internal Address: Suite 550

Street Address: 4025 Delridge Way S.W.

City: Seattle State: WA Zip: 98108

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Washington
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS
2003 SEP 15 AM 9:55
FINANCE SECTION

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,495,529; and
1,495,532

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: George C. Rondeau, Jr.

Internal Address: Davis Wright Tremaine LLP

Street Address: 2600 Century Square,
1501 Fourth Avenue

City: Seattle State: WA Zip: 98101-1688

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

04-0258

DO NOT USE THIS SPACE

9. Signature.

George C. Rondeau, Jr.
Name of Person Signing

George C Rondeau
Signature

September 11, 2003
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

09/16/2003 6TON11 00000200 040258 1495529

01 FC:0521 40.00 DA
02 FC:0522 25.00 DA

TRADEMARK
REEL: 002825 FRAME: 0545

TRADEMARK ASSIGNMENT

WHEREAS, Food Services of America, Inc. (hereinafter referred to as "ASSIGNOR"), a corporation of the State of Delaware, having a place of business at 4025 Delridge Way S.W., Suite 400, Seattle, Washington, 98106 is the owner of record of the following United States Trademark registrations and trademarks:

- (a) U.S. Registration No. 1,495,529, registered July 5, 1988, for the trademark "AMERIFRESH"; and
- (b) U.S. Registration No. 1,495,532, registered July 5, 1988, for the trademark "AMERIFRESH" in a stylized form.

(hereinafter said trademarks and said registrations are collectively referred to as the "TRADEMARK"); and

WHEREAS, Amerifresh, Inc. (hereinafter referred to as "ASSIGNEE"), a corporation of the State of Washington, having a place of business at 4025 Delridge Way S.W., Suite 550, Seattle, Washington, 98106, has acquired from ASSIGNOR, the entire right, title and interest in and to the TRADEMARK and the goodwill of the business in connection with which the TRADEMARK is used; and

WHEREAS, ASSIGNEE desires to have a recordable document evidencing title to the TRADEMARK.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR confirms that it has assigned and does hereby sell, assign and transfer to ASSIGNEE, the entire right, title and interest in and to the TRADEMARK in all countries of the world, and all common law rights therein, and the goodwill of the business in connection with which the TRADEMARK is used, together with all rights of ASSIGNOR associated therewith, including the right to claim priority rights deriving from the TRADEMARK by virtue of international convention, treaty or otherwise, all claims for damages by reason of past infringements of the TRADEMARK, and the right to sue and collect such damages.

EXECUTED this 9th day of September, 2003, at Seattle, Washington.

ASSIGNOR:

Food Services of America, Inc.

By: [Signature]

Name: Peter Smith

Title: Chief Financial Officer

ASSIGNEE:

Amerifresh, Inc.

By: [Signature]

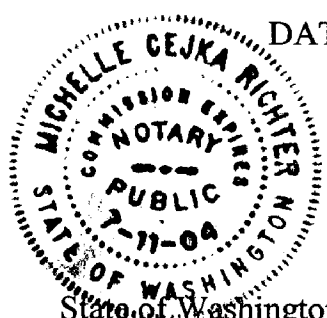
Name: Dennis R. Domagala

Title: President

State of Washington)
) ss.
County of King)

I certify that I know or have satisfactory evidence that Peter Smith is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument, and acknowledged it as the Chief Financial Officer of Food Services of America, Inc. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED this 9th day of September, 2003.

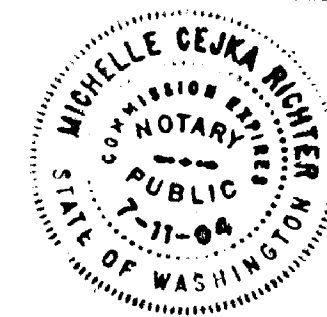


[Signature]
Michelle Cejka Richter
NOTARY PUBLIC, in and for the State of
Washington, residing at: Seattle
My commission expires: July 11, 2004.

State of Washington)
) ss.
County of King)

I certify that I know or have satisfactory evidence that Dennis R. Domagala is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument, and acknowledged it as the President of Amerifresh, Inc. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED this 9th day of September, 2003.



[Signature]
Michelle Cejka Richter
NOTARY PUBLIC, in and for the State of
Washington, residing at: Seattle
My commission expires: July 11, 2004.